

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., et al.	:	08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**SEVENTH SUPPLEMENTAL DECLARATION OF RAJIV MADAN
ON BEHALF OF BINGHAM MCCUTCHEN**

Rajiv Madan, being duly sworn, deposes and says:

1. I am an attorney and member of the firm Bingham McCutchen LLP ("Bingham" or the "Firm"), and am duly authorized to make this declaration (the "Supplemental Declaration") on the Firm's behalf. I submit this Supplemental Declaration in connection with the application of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases (collectively, the "Debtors") pursuant to § 327(e) and § 328(a) of title 11 of the United States Code and Rule 2014 of the Federal Rules of Bankruptcy Procedures for authorization to employ the Firm as special counsel, *nunc pro tunc*, which application was approved by the Court by order dated August 25, 2009.¹

2. This Seventh Supplemental Declaration supplements my previous declarations in support of Bingham's retention dated August 1, 2009 (Docket No. 4636) (the "August Declaration"), October 22, 2009 (Docket No. 5602), April 27, 2010 (Docket No. 8684), May 28, 2010 (Docket No. 9332), July 19, 2010 (Docket No. 10294), and October 7, 2010 (Docket No. 11860) and the declaration of my partner, Michael Levy, dated February 18, 2010 (together with

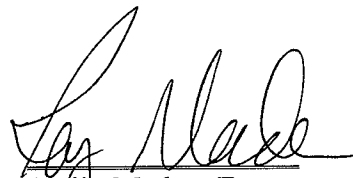
¹ McKee Nelson LLP ("McKee") combined with Bingham effective August 1, 2009. McKee was retained by the Debtors prior to the combination. I submitted declarations dated October 8, 2008 and March 17, 2009 and my partner, Jeffrey Johnson, submitted a declaration dated March 10, 2009 in connection with McKee's retention. Such declarations remain applicable to the extent set forth in the August Declaration.

the August Declaration, collectively, the "Previous Declarations"). The primary purpose of this Seventh Supplemental Declaration is to make additional disclosures which may be required by the Bankruptcy Code and the Bankruptcy Rules.

3. In certain of the Previous Declarations, I disclosed that Bingham represents clients whose interests are adverse to the Debtors and identified those clients (the "Bingham Client List"). The Bingham Client List is hereby supplemented to include Bank of America, N.A. ("BofA").

4. Except as specifically set forth herein, this Supplemental Declaration does not modify the statements in the Previous Declarations. I note that Bingham personnel providing services for BofA are and will continue to be bound by the same procedures outlined in the August Declaration, including, without limitation, the ethical wall procedures. I will supplement this Supplemental Declaration to the extent additional relevant information becomes available during the pendency of these cases.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Supplemental Declaration was executed on December 9, 2010.

A handwritten signature in black ink, appearing to read 'Rajiv Madan', is written over a horizontal line.

Rajiv Madan, Esq.
Partner
Bingham McCutchen, LLP